

**UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK**

-----X		
PROCAPS, L.P. (f/k/a Paintball L.P.),	:	07 CV 6208 (LAP)
	:	
Petitioner,	:	
	:	
v.	:	
	:	
PBS HOLDING GROUP, INC. (f/k/a National	:	
Paintball Supply, Inc.),	:	
	:	
Respondent.	:	<b><u>AFFIDAVIT OF</u></b>
	:	<b><u>LAWRENCE H. POCKERS</u></b>
-----X		
COMMONWEALTH OF PENNSYLVANIA	)	
SS.:	)	
COUNTY OF PHILADELPHIA	)	

LAWRENCE H. POCKERS, duly sworn, deposes and says:

1. I am a member of the law firm of Duane Morris LLP, counsel to Respondent, PBS Holding Group, Inc. (f/k/a National Paintball Supply, Inc.) ("NPS"). I submit this Affidavit in opposition to the Petition of Procaps, L.P. (f/k/a Paintball L.P.) ("Procaps") to vacate an arbitration award (the "Final Award") issued on April 26, 2007, by a panel of three arbitrators under the auspices of the American Arbitration Association's International Centre for Dispute Resolution, Commercial Arbitration Tribunal ("ICDR"), in the matter captioned *PBS Holding Group, Inc. (f/k/a National Paintball Supply, Inc.), vs. Procaps, L.P. (f/k/a Paintball L.P.)*, Case No. 50 181 T 00252 05 (the "Arbitration"), and in support of Respondent's Cross-Petition to confirm the Final Award in its entirety and enter judgment against Procaps.

2. Attached as Exhibit "A" hereto is a true and correct copy of the Final Award.

3. Attached as Exhibit "B" hereto is a true and correct copy of NPS' Demand for Arbitration, dated June 21, 2005.

4. Attached as Exhibit "C" hereto is a true and correct copy of NPS' Amended Demand for Arbitration, dated July 8, 2005.

5. Attached as Exhibit "D" hereto is a true and correct copy of NPS' separate Demand for Arbitration, dated July 8, 2005.

6. Attached as Exhibit "E" hereto is a true and correct copy of Procaps' Response and Counterclaim to the Demands for Arbitration, dated August 11, 2005.

7. Attached as Exhibit "F" hereto is a true and correct copy of NPS' Post-Hearing Brief.

8. Attached as Exhibit "G" hereto is a true and correct copy of Procaps' Post-Hearing Brief.

9. Attached as Exhibit "H" hereto is a true and correct copy of NPS' Post-Hearing Reply Brief.

10. Attached as Exhibit "I" hereto is a true and correct copy of Procaps' Post-Hearing Reply Brief.

11. Attached as Exhibit "J" hereto is a true and correct copy of the Certificate of Amendment issued by the State of Delaware, and associated documents, setting forth the change in the name of the Respondent in this action from National Paintball Supply, Inc. to PBS Holding Group, Inc.

12. Attached as Exhibit "K" hereto is a true and correct copy of Exhibit 5 entered into evidence in the Arbitration by NPS. This Exhibit, and each other Exhibit referred to in this Affidavit that was entered into evidence in the Arbitration by NPS, is hereinafter referred to as an "NPS Exhibit".

13. Attached as Exhibit "L" hereto is a true and correct copy of NPS Exhibit 6.

14. Attached as Exhibit "M" hereto is a true and correct copy of NPS Exhibit 3.

15. Attached as Exhibit "N" hereto is a true and correct copy of NPS Exhibits 2218-2226, which are incorporated as one exhibit.

16. Attached as Exhibit "O" hereto is a true and correct copy of NPS Exhibit 1459.

17. Attached as Exhibit "P" hereto is a true and correct copy of an excerpt from NPS Exhibit 837.

18. Attached as Exhibit "Q" hereto is a true and correct copy of an excerpt of Exhibit 453 entered into evidence by Procaps in the Arbitration. This Exhibit, and each other Exhibit referred to in this Affidavit that was entered into evidence in the Arbitration by Procaps, is hereinafter referred to as a "Procaps Exhibit".

19. Attached as Exhibit "R" hereto is a true and correct copy of an excerpt from Procaps Exhibit 454.


20. Attached as Exhibit "S" hereto is a true and correct copy of excerpts from the notes of testimony of John Campo, dated September 28, 2006.

21. Attached as Exhibit "T" hereto is a true and correct copy of the Complaint filed in the Superior Court of the State of Delaware in and for New Castle County, captioned *KEE Action Sports Holdings, Inc. et al. v. Eugenio Postorivo et al.*, No. 07C-05-062.

FURTHER, THE AFFIANT SAYETH NOT.

  
Lawrence H. Pockers, Esq.

Sworn on this 30th day of AUGUST  
August 30, 2007

  
Notary Public

My commission expires:

